

## S M SINCLAIR DEVELOPMENTS LIMITED

(the "Company")

Company No 5535635

Companies Act 2006

Written Resolution of the Members (Proposed by the Directors)

In accordance with Part 13 Chapter 2 of the Companies Act 2006, the board of directors propose that the resolution set out below be submitted to the eligible members of the Company as a written resolution and passed as a special resolution (the "Resolution")

## Special Resolution

- 1 "That the issued capital of the Company be reduced from £50,000 to £27,000 by the cancellation of £6,000 ordinary shares of £0.50 each in the capital of the Company and repaying the sum of £23,000 to the shareholders."
- 2 "That £23,000 of the amount standing to the credit of the share premium account be cancelled and the sum of £23,000 returned to the shareholders

We being the eligible members of the Company hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below

The Members

£0.50 Ordinary shareholders.

Date of Signature 16th May 2011

Certified as a true copy of the original

For and on Uchalf of Alpha Real Property layer

1/33, 1P